

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AMYRIS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-11131 (TMH)

(Jointly Administered)

Re Docket No. 142

**CERTIFICATION OF COUNSEL REGARDING MOTION FOR AN
ORDER (I) APPROVING KEY EMPLOYEE INCENTIVE PLAN FOR
SENIOR LEADERSHIP EMPLOYEES AND (II) APPROVING KEY
EMPLOYEE RETENTION PLAN FOR NON-INSIDER EMPLOYEES**

The undersigned hereby certifies that:

1. On August 24, 2023, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed the *Motion for an Order (I) Approving Key Employee Incentive Plan for Senior Leadership Employees and (II) Approving Key Employee Retention Plan for Non-Insider Employees* [Docket No. 142] (the “Motion”).

2. Pursuant to the *Notice of Hearing on Motion for an Order (I) Approving Key Employee Incentive Plan for Senior Leadership Employees and (II) Approving Key Employee Retention Plan for Non-Insider Employees* [Docket No. 142-1], objections to entry of a final order granting the Motion were due no later than September 7, 2023 at 4:00 p.m. Eastern Time (the “Objection Deadline”).

3. The Debtors received informal responses from the Official Committee of Unsecured Creditors (the “Committee”) and the Office of the United States Trustee (the “UST”).

¹ A complete list of each of the Debtors in these Chapter 11 Cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.stretto.com/Amyris>. The location of Debtor Amyris Inc. principal place of business and the Debtors’ service address in these Chapter 11 Cases is 5885 Hollis Street, Suite 100, Emeryville, CA 94608.

No party filed an answer, objection, or other responsive pleading to the Motion on the Court's docket.

4. Attached hereto as **Exhibit A** is a revised proposed form of order approving the Motion which incorporates the comments of the Committee and the UST (the "**Proposed Order**").

5. A blacklined copy of the Proposed Order is attached hereto as **Exhibit B**, showing changes from the Final Order submitted with the Motion.

6. Accordingly, the Debtors request that the Proposed Order attached hereto as **Exhibit A** be entered at the Court's earliest convenience.

Dated: September 13, 2023

PACHULSKI STANG ZIEHL & JONES LLP

/s/ James E. O'Neill

Richard M. Pachulski (admitted *pro hac vice*)

Debra I. Grassgreen (admitted *pro hac vice*)

James E. O'Neill (DE Bar No. 4042)

Jason H. Rosell (admitted *pro hac vice*)

Steven W. Golden (DE Bar No. 6807)

919 N. Market Street, 17th Floor

P.O. Box 8705

Wilmington, DE 19899-8705 (Courier 19801)

Telephone: (302) 652-4100

Facsimile: (302) 652-4400

Email: rpachulski@pszjlaw.com

dgrassgreen@pszjlaw.com

joneill@pszjlaw.com

jrosell@pszjlaw.com

sgolden@pszjlaw.com

Counsel to the Debtors and Debtors in Possession